

80-8

AS AMENDED

BOOK 5 PAGE 748

BY THE COUNCIL

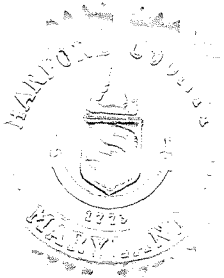
Read the third time.

Passed LSD 80-8 (March 18, 1980) (with amendments)~~Failed xxxxxxxx~~

By order

Angela Markowski, Secretary

Sealed with the County Seal and presented to the County Executive
for his approval this 19th day of March, 19 80
at 3:00 o'clock P.M.

Angela Markowski, Secretary

BY THE EXECUTIVE

APPROVED:

Robert J. Barranger
County ExecutiveDate 3/21/80

BY THE COUNCIL

This Bill, having been approved by the Executive and
returned to the Council, becomes law on March 21, 1980.

Angela Markowski, Secretary

Rec'd & Recorded Aug. 26 1980 at 10:10 A.M.
HDC Liber. 5 Folio 725 & examined per
H. Douglas Chilcoat, Clerk, Harford Co.

EFFECTIVE DATE: May 20, 1980

80-8
AS AMENDED

1 or inapplicability shall not affect or impair any of the remain-
2 ing provisions, sentences, clauses, sections or parts of this
3 Ordinance or their application to other persons or circumstances.

4 It is hereby declared to be the legislative intent that this
5 Ordinance would have been adopted if such illegal, invalid or
6 unconstitutional provision, sentence, clause, section or part
7 had not been included therein and if the person or circumstances
8 to which this Ordinance or any part thereof is inapplicable had
9 been specifically exempted therefrom.

10 Section 13. *And Be It Further Enacted*, that this Ordinance shall take
11 effect sixty (60) calendar days following the date it becomes
12 law.

13 EFFECTIVE: May 20, 1980
14

15 The Secretary of the Council does hereby
16 certify that fifteen (15) copies of this bill
17 are immediately available for distribution to
18 the public and the press.

19 Angela Markowski
20 Secretary
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1 instruments to be executed or entered into by the County in
2 connection with the transactions authorized by this Ordinance,
3 including customary closing certificates and documents, shall
4 be approved by the Department of Law of the County prior to the
5 execution and delivery thereof by the appropriate officials of
6 the County.

7 Section 11. And Be It Further Enacted, That, notwith-
8 standing anything to the contrary contained in this Ordinance
9 or any document authorized herein to be executed, and notwith-
10 standing the execution and delivery of any such documents,
11 neither the full faith and credit nor the taxing power of the
12 County shall be deemed to be pledged hereby, and the County
13 shall at no time be required to exercise its taxing powers in
14 order to implement the transactions authorized hereby. Nothing
15 contained in this Ordinance shall be deemed or construed in any
16 way to create or constitute a debt of the County within the
17 meaning of any constitutional, statutory or other debt limita-
18 tion provisions, or to constitute any act or purpose other than
19 that contemplated by the Acts. Neither the Obligations nor the
20 interest thereon shall ever constitute an indebtedness or
21 charge against the general credit or taxing powers of the
22 County, within the meaning of any constitutional or charter
23 provision or statutory limitation, and neither shall ever
24 constitute or give rise to any pecuniary liability of the
25 County.

26 Section 12. And Be It Further Enacted, That the provi-
27 sions of this Ordinance are severable, and if any provision,
28 sentence, clause, section or part hereof is held illegal,
29 invalid or unconstitutional or inapplicable to any person or
30 circumstances, such illegality, invalidity, unconstitutionality

(b) In connection with the issuance, sale and delivery of the Obligations, the County Executive and other appropriate County officials are authorized and empowered:

(1) to execute and deliver each document and instrument presented to and approved by resolution or resolutions of the County Council or deemed by the County Executive to be necessary and appropriate, all in such form and containing such terms and provisions as shall be approved by the Authority (in the case of Obligations issued pursuant to the MIDFA Act) and by the Department of Law of the County as provided in Section 10 of this Ordinance; and

(2) to execute such other documents, instruments and certificates as are necessary or appropriate to consummate the financing authorized by this Ordinance.

(c) Any resolution or resolutions adopted pursuant to this Section 8 of this Ordinance shall be deemed to be of an administrative nature.

Section 9. And Be It Further Enacted, That if it is determined, prior to the delivery or the earlier sale of the Obligations, to be necessary or desirable to accomplish the financing of the Project in the form of a lease or installment sale, as authorized by the Industrial Development Bond Act, or as a lease form of transaction as authorized by the MIDFA Act, then the County Council may, in its discretion, supplement this Ordinance in whatever manner it may deem appropriate to provide for such form of transaction.

Section 10. And Be It Further Enacted, That the terms and provisions and form and substance of any and all documents and

1 (12) provisions for the modification of the
2 documents securing the Obligations or any resolution
3 or other action of the County Council and the County
4 Executive pertaining to the Obligations,

5 (13) provisions for defeasance of the security
6 for the Obligations created by any resolution of the
7 County Council,

8 (14) the forms of the Obligations, the coupons
9 (if any) attached to the Obligations, and the
10 trustee's authentication certificate (if any),

11 (15) provisions for the enactment of supplement
12 acts and the adoption of supplemental resolutions,

13 (16) provisions for the approval of any guaranty
14 agreement to be executed and delivered by any guarantor
15 of the Obligations or of the obligation of the Concern
16 to repay the loan, or both, and

17 (17) such other matters in connection with
18 the authorization, issuance, security, sale and
19 payment of the Obligations as may be deemed
20 appropriate by the County Council.

21 Alternatively, any or all of the matters authorized by this
22 Section 8 to be determined by resolution of the County Council
23 may, to the extent authorized in the Acts, be set forth in
24 appropriate documents or instruments presented to, and approved
25 by resolution or resolutions of, the County Council and executed
26 and delivered by the County Executive pursuant to such resolu-
27 tion or resolutions of the County Council.

1 Obligations and the provisions of trust between
2 the County and such trustee,

3 (2) the manner of execution, authentication,
4 registration and transfer of the Obligations,

5 (3) provisions for authentication and
6 delivery of the Obligations,

7 (4) provisions for the holding and disburse-
8 ment of the proceeds of the Obligations to be held
9 by the trustee,

10 (5) provisions for creation, holding and
11 disbursement of any other funds and accounts to
12 be held by the trustee,

13 (6) provisions for the application of receipts
14 and revenues derived from the Loan Agreement and
15 from any collateral pledged from time to time by
16 the Concern,

17 (7) provisions for the investment of monies
18 held by the trustee,

19 (8) the details of the procedure for the
20 redemption of the Obligations,

21 (9) remedies for holders of the Obligations
22 in the event of any default as may be defined,

23 (10) the duties, rights and immunities of
24 the trustee,

25 (11) the manner of execution of instruments
26 by holders of the Obligations and the method of
27 proof of ownership of the Obligations,

1 resolutions may be consolidated and sold as one or more issues
2 or series of Obligations, without regard to the date of adop-
3 tion of any ordinance or resolution authorized in the issuance
4 of such Obligations. The aggregate principal amount of Obliga-
5 tions authorized by this Ordinance may be increased, from time
6 to time, and the description of the Project may be supplemented
7 or modified by ordinances supplemental to this Ordinance.
8 Nothing contained in this Ordinance is intended to require the
9 adoption of an ordinance supplemental to this Ordinance to
10 authorize the deletion of any one or more items of the Project.
11 The County Council may, in its discretion and based upon its
12 determination from time to time, omit any part of the Project
13 to be financed by the issuance of the Obligations pursuant to
14 this Ordinance. It is the purpose and intent of this Section 7
15 that the County be afforded broad discretion in the structuring
16 and scheduling of issued Obligations, whether authorized by this
17 Ordinance or otherwise, to finance a project for the Concern in
18 order that the public purposes of the Acts and this Ordinance
19 may be realized.

20 Section 8. And Be It Further Enacted, That

21 (a) Prior to the delivery or prior to or at the time of
22 the earlier sale of any series of Obligations, the County
23 Council may determine any or all of the following matters
24 administratively by resolution or by other appropriate action,
25 but, in the case of Obligations issued pursuant to the MIDFA
26 Act, only in accordance with such appropriate resolutions as
27 the Authority may adopt from time to time in connection with
28 the Project and the Obligations:

29 (1) the appointment of a trustee for the
30 benefit of the holders from time to time of the

1 sale and to accomplish any and all actions necessary
2 or deemed appropriate by the County Executive to
3 issue and deliver the Obligations to such underwriters
4 or purchasers in accordance with the provisions of
5 this Ordinance and the contract of sale with the
6 successful bidder for the Obligations;

7 (4) If the Obligations are to be placed
8 directly with one or more financial institutions or
9 other qualified investors, to specify the conditions
10 under which the Obligations are to be placed directly
11 with such financial institutions or other qualified
12 investors and to approve the terms of any commitment
13 for the purchase of such Obligations, provided, how-
14 ever, that such direct placement and such commitment
15 complies with all applicable securities laws; and

16 (5) In order to insure that such Obligations
17 are issued without cost to the County, to provide for
18 the payment, directly by the Concern, of all costs,
19 fees, and expenses incurred by or on behalf of
20 the County in connection with the issuance of the
21 Obligations, such payments to include (without
22 limitation) compensation to any person (other than
23 full-time employees of the County) performing
24 services by or on behalf of the County in connection
25 with the transactions contemplated by this Ordinance.

26 Section 7. And Be It Further Enacted, That in authorizing
27 the sale of Obligations to finance the Project for the Concern
28 pursuant to the Acts, the County Council may provide that the
29 Obligations authorized by this Ordinance and any other Obliga-
30 tions authorized for such purpose by other ordinances or

1 shall be submitted by the underwriters or purchasers
2 of the Obligations, such agreement to specify the
3 interest rate or rates proposed to be paid on the
4 Obligations, the price at which such Obligations are
5 to be sold to such underwriters or purchasers, and
6 such other matters as the underwriters or purchasers
7 and the County Executive may deem necessary or desir-
8 able in order to sell and deliver the Obligations,
9 and (ii) to execute and deliver, as a binding and
10 enforceable obligation of the County, the underwrit-
11 ing or purchase agreement for the Obligations by and
12 between the County and the underwriters or purchasers
13 of the Obligations and to accomplish any and all
14 actions necessary and deemed appropriate by the County
15 Executive to issue and deliver the Obligations to such
16 underwriters or purchasers in accordance with the
17 provisions of this Ordinance and the underwriting or
18 purchase agreement;

19 (3) If the Obligations are sold at public sale,
20 (i) to determine the date, time and place when proposals
21 will be accepted for the Obligations, such proposals
22 to specify the interest rate or rates proposed to be
23 paid on the Obligations, the price to be paid for the
24 Obligations, and such other matters as the Concern and
25 the County Executive may deem necessary or desirable
26 in order to sell and deliver the Obligations and to
27 award the Obligations at public sale to the successful
28 bidder for the Obligations, and (ii) to execute and
29 deliver any and all documents necessary or deemed
30 appropriate by the Concern and the County Executive
31 to consummate the sale of the Obligations at public

1 Concern, the Obligations shall be sold at private (negotiated)
2 sale upon the terms and conditions determined by the County
3 Executive of Harford County, Maryland (the "County Executive")
4 as authorized by this Ordinance.

5 (b) The County Executive is hereby authorized to take
6 all necessary and appropriate steps to effect the sale of the
7 Obligations to an underwriter for such obligations selected by
8 the Concern and approved by the County Executive (and by the
9 Authority if such Obligations are issued pursuant to the MIDFA
10 Act) or to effect the direct placement of such Obligations
11 with one or more financial institutions or other qualified
12 investors (the direct placement with whom shall be subject to
13 the approval of the Authority if such Obligations are issued
14 pursuant to the MIDFA Act), including, but not limited to, the
15 following:

16 (1) To prepare and distribute, in conjunction
17 with representatives of the Concern and the prospective
18 underwriters for or purchasers of the Obligations (and
19 the Authority if such Obligations are issued pursuant to
20 the MIDFA Act), both a preliminary and a final official
21 statement in connection with the sale of the Obligations,
22 if such preliminary official statement and final official
23 statement are determined to be necessary or desirable for
24 the sale of the Obligations; provided however, that any
25 such preliminary official statement shall be clearly
26 marked to indicate that it is subject to completion and
27 amendment;

28 (2) If the Obligations are sold at private
29 (negotiated) sale, (i) to determine the date, time
30 and place when an underwriting or purchase agreement

1 maturity or maturities, interest rate or rates and other terms
2 of such bond anticipation notes and the price or prices at
3 which said notes will be sold. Such bond anticipation notes
4 shall be sold by private negotiation by the County with a pro-
5 spective purchaser or purchasers, as authorized by Section 12
6 of the Bond Anticipation Note Enabling Legislation, unless,
7 upon request of the Concern, such resolution or resolutions
8 provide that such bond anticipation notes shall be sold at
9 public sale.

10 (b) Any resolution or resolutions adopted pursuant to
11 this Section 5 of this Ordinance shall be deemed to be of an
12 administrative nature.

13 (c) In accordance with the Bond Anticipation Note
14 Enabling Legislation, the County hereby covenants to pay any
15 bond anticipation notes issued pursuant to this Section 5 of
16 this Ordinance and the interest thereon from the proceeds of
17 the Obligations in anticipation of the sale of which such notes
18 are issued, and the County hereby further covenants to issue
19 such Obligations when, and as soon as, the reason for deferring
20 the issuance of the Obligations no longer exists. The timely
21 issuance of such Obligations, however, is dependent upon
22 matters not within the control of the County, including
23 (without implied limitation) the existence of a purchaser or
24 purchasers for such Obligations, the time the reason for
25 deferring the issuance of the Obligations no longer exists
26 and the effectiveness of various actions taken by the Concern,
27 its officers, agents and employees.

28 Section 6. And be it Further Enacted, That

29 (a) Unless otherwise provided by the County Council by
30 a resolution or resolutions adopted upon the request of the

1 years from the date of such Obligations but in no case beyond
2 the normal useful life of the machinery and equipment, and

3 (b) the other terms of the Obligations, including, but
4 not limited to (1) the principal amount of Obligations to be
5 issued as a series at any one time, (2) the redemption provi-
6 sions, if any, for such series of Obligations, (3) the sinking
7 fund requirement, if any, for such series of Obligations, (4)
8 the interest rate or rates to be paid by the County on the
9 Obligations, but only after the Concern (and the Authority, if
10 such Obligations are issued pursuant to the MIDFA Act) shall
11 have given the County written approval of such interest rate or
12 rates, (5) the dates on which payments of principal and inter-
13 est on the Obligations are to be paid to the holders thereof,
14 and (6) such other terms of, and matters concerning, the
15 Obligations as may be determined from time to time by resolu-
16 tion of the County Council.

17 (c) Any resolution or resolutions adopted pursuant to
18 this Section 4 of this Ordinance shall be deemed to be of an
19 administrative nature.

20 Section 5. And Be It Further Enacted, That the authority
21 to issue the Obligations is intended and shall be deemed to
22 include the authority to issue bond anticipation notes to the
23 extent authorized by Section 12 of Article 31 of the Annotated
24 Code of Maryland (1976 Replacement Volume and 1979 Cumulative
25 Supplement), as amended from time to time (the "Bond Anticipa-
26 tion Note Enabling Legislation"). Reference in this Ordinance
27 to "Obligations" shall include such bond anticipation notes
28 where appropriate. Prior to the issuance, sale and delivery of
29 any series of bond anticipation notes, the County Council shall
30 adopt a resolution or resolutions which shall prescribe the

1 separate series (which may be evidenced by a single instrument)
2 of obligations (either secured or unsecured) of the Concern
3 evidencing the obligation of the Concern to repay the loan from
4 the County be issued to correspond with, and secure, each such
5 separate series of Obligations to be issued.

6 Section 4. And Be It Further Enacted, That, prior to the
7 delivery or the earlier sale of any series of the Obligations,
8 the County Council for Harford County, Maryland (the "County
9 Council") shall adopt a resolution or resolutions which shall
10 determine whether any series of Obligations authorized by this
11 Ordinance are to be issued pursuant to the Industrial Develop-
12 ment Revenue Bond Act or the MIDFA Act (but, in the case of any
13 series of Obligations issued pursuant to the MIDFA Act, only
14 after the Authority has approved the Project, the terms of the
15 series of Obligations, and such other matters as the Authority
16 deems necessary or appropriate) and, in addition, shall
17 prescribe:

18 (a) the date of maturity of each series of Obligations,
19 but the last maturity of any series of Obligations issued pur-
20 suant to the Industrial Development Revenue Bond Act shall in
21 no event exceed a period of thirty (30) years from the date of
22 such series of Obligations and the last maturity of any series
23 of Obligations issued pursuant to the MIDFA Act shall have a
24 maturity approved by the Authority, but if the Obligations
25 issued pursuant to the MIDFA Act are insured in whole or in
26 part by the Authority, the last maturity of such Obligations
27 shall be not later than twenty-five (25) years from the date
28 of such Obligations, except that any portion of any series of
29 Obligations issued to finance the acquisition of machinery and
30 equipment shall have a maturity not later than fifteen (15)

1 (Hazleton Laboratories Project)", subject to the provisions of
2 this Ordinance such bonds to be solely and exclusively payable
3 from, and secured by, the revenue derived from repayments of
4 the loan to the Concern as provided herein, any moneys
5 realized from any collateral pledged to secure repayment of
6 the loan, and any moneys payable pursuant to any guarantee of
7 the repayment of the loan to the Concern or of the bonds, or
8 both. The aggregate principal amount of bonds issued, sold
9 and delivered pursuant to this Ordinance shall not exceed
10 \$4,000,000 unless such amount shall be increased by an ordi-
11 nance supplemental hereto.

12 (b) In the alternative to the issuance of industrial
13 development revenue bonds authorized in paragraph (a) above,
14 the County is hereby fully authorized and empowered to borrow
15 a sum of money pursuant to the MIDFA Act in an amount not to
16 exceed \$4,000,000 to be applied to the Project as herein set
17 forth pursuant to the provisions of the MIDFA Act but only with
18 the approval of, and pursuant to, such appropriate resolutions
19 as the Authority may adopt from time to time in connection
20 with the Project and the Obligations.

21 Section 3. And Be It Further Enacted, That

22 (a) The Obligations authorized by this Ordinance may be
23 issued in one or more series, but in the case of the Obligations
24 issued pursuant to the MIDFA Act, only with the approval of,
25 and pursuant to, such appropriate resolutions as the Authority
26 may adopt from time to time in connection with the Project and
27 the Obligations.

28 (b) If more than one series of Obligations is issued in
29 accordance with paragraph (a) above, it is contemplated that a

1 any, and interest on the Obligations is the entire amount of
2 the receipts and revenues of the County to be derived from the
3 loan to the Concern (except for any rights of the County to
4 indemnification and to payments for the County's administrative
5 expenses), including all money realized from any pledged
6 collateral.

7 (f) No part or portion of the receipts and revenues of
8 the County from the loan shall be set aside as a depreciation
9 account (mentioned in the Industrial Development Bond Act)
10 since (1) such a depreciation account would be inconsistent
11 with the loan form of transaction authorized hereby and would
12 place an unreasonable burden on the Concern so as to affect
13 adversely the feasibility of the transaction and thus frustrate
14 the legislative purposes of the Acts, and since (2) a covenant
15 such as that permitted by Section 266G(c) of the Industrial
16 Development Bond Act would be similarly inconsistent with the
17 loan form of transaction authorized hereby if the holders of
18 the Obligations do not obtain or retain any security interest
19 in the Project. Such a covenant is, therefore, a procedure
20 which does not appear to be contemplated by the Industrial
21 Development Bond Act in connection with this transaction if
22 the holders of the Obligations do not obtain or retain any
23 security interest in the Project.

24 Section 2. And Be It Further Enacted, That,

25 (a) In addition to any industrial development revenue
26 bonds authorized to be issued by any other act of the County,
27 the County authorizes the issuance, sale and delivery of the
28 industrial development revenue bonds of the County pursuant to
29 the Industrial Development Bond Act, in an amount not to exceed
30 \$4,000,000, designated "Industrial Development Revenue Bonds

1 repayments under the Loan Agreement. Such receipts and reve-
2 nues shall be either held, in a separate and special fund, by
3 an independent trustee for the benefit of the holders of the
4 Obligations from time to time, or shall be paid directly to
5 such holder. The principal amount of the loan will be paid
6 directly to, and will be disbursed by, an independent trustee
7 appointed by the County; no such moneys will be commingled
8 with the funds of the County or will be subject to the absolute
9 control of the County but only to such limited supervision and
10 checks as are deemed necessary or desirable to insure that the
11 proceeds of the Obligations are used to accomplish the public
12 purposes of the Acts. The Acts provide that a loan form of
13 transaction thereunder shall not constitute a capital project
14 within the meaning of any charter or statutory provision. The
15 public purposes expressed in the Acts are intended to be
16 achieved by facilitating the Project of the Concern.

17 (e) The County will acquire no interest in the Project,
18 either on its own behalf or for the purpose of creating any
19 security for the Obligation (other than such interest as might
20 be held by parties secured by a mortgage lien granted by the
21 Concern); the security for the Obligations shall be solely and
22 exclusively (1) the pledging and setting aside of the revenues
23 received by the County from the absolute, irrevocable, uncondi-
24 tional obligation of the Concern to make the payments required
25 by the Loan Agreement and any and all moneys realized from any
26 collateral pledged from time to time for the loan, and (2) any
27 full and unconditional guaranty of the payment of the principal
28 of, redemption premium, if any, in interest on the Obligations.
29 Accordingly, this Ordinance definitely fixes and determines
30 that the amount of revenue necessary to be set apart and
31 applied to the payment of principal, redemption premium, if

1 and either to lease or to sell such facilities to the Concern,
2 the Acts, as an alternative procedure, authorize revenue obli-
3 gation financing to be accomplished in the form of a loan to
4 the Concern. The loan form of transaction avoids indirect
5 costs and burdens on the County by not requiring any direct
6 involvement by the County in the construction, ownership or
7 administration of such facilities; it permits, however, ample
8 controls to be imposed upon the use of the proceeds of the
9 sale of the Obligations to insure that the public purposes of
10 the Acts and the Obligations are fully accomplished. It is,
11 therefore, in the best interest of the citizens of the County
12 to finance the Project by a loan to the Concern. This Ordinance
13 contemplates and authorizes a transaction in the form of a loan
14 of the proceeds of the Obligations by the County to the Concern
15 rather than a transaction in the form of a lease or sale of
16 the real and personal property included in the Project.
17 Accordingly, this Ordinance and the Loan Agreement hereby
18 authorized will contain such provisions as the County deems
19 appropriate to effect the financing of the Project by the
20 loan form of transaction.

21 (d) Neither the Obligations nor interest coupons (if any)
22 issued under the authority of the Acts shall ever constitute
23 an indebtedness of the County or a charge against the general
24 credit or taxing powers of the County within the meaning of any
25 constitutional provision or statutory limitation and neither
26 shall ever constitute or give rise to any pecuniary liability
27 of the County. The Obligations and the interest thereon shall
28 be limited obligations of the County, and the principal of,
29 redemption premium, if any, and interest on the Obligations
30 shall be payable from, and secured fully and only by a pledge
31 of, the receipts and revenues of the County derived from loan

1 sole and exclusive purpose of financing the Project, an
2 "industrial building" within the meaning of the Industrial
3 Development Bond Act and a "bona fide industrial project" as
4 approved by the Maryland Industrial Development Financing
5 Authority (the "Authority") within the meaning of the MIDFA
6 Act, will facilitate and expedite the Project of the Concern,
7 an "industrial concern" and "prospective industrial project
8 applicant" as defined or mentioned in the Acts, for the
9 purpose of executing the Project as evidenced by the submission
10 of the Letter of Intent.

11 (b) The accomplishment of the transactions contemplated
12 and authorized by this Ordinance, including (without limitation)
13 the Project and the financing thereof, will promote the declared
14 legislative purposes of the Acts through (1) increasing employ-
15 ment and sustaining jobs and employment opportunities, thereby
16 relieving conditions of unemployment in, and providing enlarged
17 opportunities for gainful employment by the people of, the
18 State and the County; (2) encouraging the increase of industry
19 and a balanced economy and promoting the expansion and diversi-
20 fication of industry in the State and the County; (3) promoting
21 economic development; (4) avoiding the relocation of industry
22 from the State and the County; (5) providing a larger taxable
23 base for the economy of the State and the County; thereby pro-
24 moting the health, welfare, and safety of the residents of the
25 State and the County and insuring the preservation and better-
26 ment of the economy of the State and the County. Accordingly,
27 it is in the best interest of the citizens of the County that
28 the County participate in the financing of the Project.

29 (c) In addition to authorizing the County itself to
30 acquire the real and personal property included in the Project

each term in quotations is defined in the Acts) (the "Project"), and thus to fulfill the legislative purposes of the Acts.

The Project will consist of the acquisition and construction of (i) a 152,000 square foot building or structure, (ii) necessary or useful machinery and equipment to be used in connection with the use of such building or structure, and (iii) ~~32-acres, more-or-less,~~ A TRACT of land necessary or desirable for the building or structure, together with roads, or other rights of access, utilities, and other necessary facilities. The Project shall be used by the Concern for the manufacture of biological research and clinical care equipment and of special order metal products.

This Ordinance authorizes a transaction which the Concern, an "industrial concern" (as defined in Section 266A(h) of the Industrial Development Bond Act) and a "prospective industrial project applicant" (as mentioned in Section 266W(a) of the MIDFA Act), proposed to the County by a letter of intent dated February 19, 1980, AS SUPPLEMENTED BY A LETTER DATED MARCH 18, 1980 (the "Letter of Intent") and submitted in accordance with Section 266B(d) of the Industrial Development Bond Act and Section 266W(a) of the MIDFA Act. It is intended that this Ordinance constitute an ordinance or resolution adopted by the legislative body of the County within the meaning of Section 266B(d) of the Industrial Development Bond Act and Section 266W(a) of the MIDFA Act.

Section 1. Be It Enacted By The County Council Of Harford County, Maryland, That acting pursuant to Acts, it is hereby found and determined as follows:

(a) The issuance of the Obligations by the County pursuant to the Acts in order to loan the proceeds to the Concern for the

1 Section 266H-1 of the Industrial Development Bond Act pro-
2 vides that, as an alternative procedure to acquiring an "indus-
3 trial building" and either leasing or selling such "industrial
4 building" to an "industrial concern", a municipality or county
5 may issue revenue bonds and loan the proceeds of the sale of
6 such revenue bonds to an "industrial concern" to finance
7 the acquisition by such "industrial concern" of an "industrial
8 building". Such revenue bonds shall be repayable solely from
9 revenues derived from loan payments (both principal and inter-
10 est) made to the municipality or county by such "industrial
11 concern". Section 266WA of the MIDFA Act provides that an
12 "industrial project applicant" shall have the option of becom-
13 ing the "mortgagor" in lieu of a county or municipality as
14 provided under Section 266W of the MIDFA Act, and that, in
15 the event the "industrial project applicant" elects to become
16 the "mortgagor", the transaction shall take the form of a loan
17 of the proceeds of the borrowing by the municipality or county
18 to the "industrial project applicant".

19 Harford County, Maryland (the "County"), has determined
20 to issue, sell, and deliver its limited obligations pursuant
21 to the Acts (the "Obligations") in an aggregate principal
22 amount not exceeding \$4,000,000 and to loan the proceeds of
23 such Obligations to Hazleton Laboratories Corporation, a
24 Washington corporation, and an "industrial concern" (as
25 defined in the Industrial Development Bond Act) and an
26 "industrial project applicant" (as mentioned in the MIDFA Act)
27 (the "Concern"), on the terms and conditions to be set forth
28 in a Loan Agreement to be executed pursuant to this Ordinance
29 and the resolutions adopted upon the authority of this
30 Ordinance, in order to finance the acquisition by the Concern
31 of an "industrial building" and an "industrial project" (as

RECITALS

Sections 266A through 266-I, inclusive, of Article 41 of the Annotated Code of Maryland (1978 Replacement Volume and 1979 Cumulative Supplement) (the "Industrial Development Bond Act") and Sections 266J through 266CC, inclusive, of Article 41 of the Annotated Code of Maryland (1978 Replacement Volume and 1979 Cumulative Supplement) (the "MIDFA Act") constitute those provisions of Maryland law authorizing the issuance of limited governmental obligations by all the counties and municipalities of the State of Maryland (the "State") for the purposes, among others, of financing certain projects. The Industrial Development Bond Act and the MIDFA Act are hereinafter referred to as the "Acts".

The Industrial Development Bond Act declares it to be the legislative purpose to relieve conditions of unemployment in the State, to encourage the increase of industry and a balanced economy in the State, to assist in the retention of the existing industry in the State through the control, reduction or abatement of pollution of the environment (where the proceeds of such obligations are used for such purpose), to promote economic development, to protect natural resources, and in this manner to promote the health, welfare and safety of the residents of each of the counties and municipalities of the State. The MIDFA Act declares it to be the legislative purpose to provide enlarged opportunities for gainful employment by the people of the State and thus to insure the preservation and betterment of the economy of the State; to promote the expansion and diversification of industry, to avoid the relocation of industry from the State, to increase employment, and to provide a larger taxable base for the economy of the State, and thus improve the welfare of the public of the State.

COUNTY COUNCIL
OF
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BILL NO. _____

Introduced by _____

Legislative Day No. _____ Date _____

action, all other matters pertaining to the issuance, sale and delivery of any series of such obligations, including (without limitation) the provisions of trust between Harford County, Maryland, and any trustee appointed for such series of obligations, the terms and provisions of a loan agreement between such corporation and Harford County, Maryland, the creation of a loan fund to be held by such trustee and provision for its disbursement, the investment of monies held by such trustee, the remedies of the holders from time to time of such obligations in the event of default, and the enactment of supplemental resolutions; and generally to provide for and determine various matters in connection with the authorization, issuance, security, sale and payment of such obligations and related bond anticipation notes.

By the Council, _____

Introduced, read first time, ordered posted and public hearing scheduled

on: _____

at: _____

By Order: _____, Secretary

PUBLIC HEARING

Having been posted and notice of time and place of hearing and title of Bill having been published according to the Charter, a public hearing was held on _____ and concluded on _____

_____, Secretary

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW. [Brackets] indicate matter deleted from existing law. Underlining indicates language added to Bill by amendment. Language lined through indicates matter stricken out of Bill by amendment.

AS AMENDED

COUNTY COUNCIL
OF
HARFORD COUNTY, MARYLAND

BILL NO. _____

Introduced by _____

Legislative Day No. _____ Date _____

make certain legislative findings, among others, concerning the public benefit and purpose of the issuance of such obligations; to provide that such obligations shall be payable solely and only from revenues derived from payments by such corporation on such loan and shall not ever constitute, within the meaning of any constitutional provision, statutory limitation or otherwise an indebtedness of Harford County, Maryland, or any other political subdivision of the State of Maryland or a charge against the general credit or taxing powers of Harford County, Maryland; to provide for the private (negotiated) sale of such obligations unless the County Council for Harford County, Maryland, upon the request of such corporation, shall determine by resolution to sell such obligations at public sale; to provide that the County Council of Harford County, Maryland, shall determine administratively by resolution at or prior to the delivery or the earlier sale of such obligations the amounts and dates of any series of such obligations, the interest rate or rates such obligations are to bear, the maturity or maturities, the sinking fund requirements, the redemption provisions and other matters pertaining to such obligations; to delegate various matters to the County Executive of Harford County, Maryland, including (without limitation) the sale of any series of such obligations; to provide that the County Council for Harford County, Maryland, may determine administratively, by resolution or other appropriate

By the Council, _____

Introduced, read first time, ordered posted and public hearing scheduled

on: _____

at: _____

By Order: _____, Secretary

PUBLIC HEARING

Having been posted and notice of time and place of hearing and title of Bill having been published according to the Charter, a public hearing was held on _____ and concluded on _____

_____, Secretary

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW. [Brackets] indicate matter deleted from existing law. Underlining indicates language added to Bill by amendment. Language lined through indicates matter stricken out of Bill by amendment.

COUNTY COUNCIL
OF
HARFORD COUNTY, MARYLANDBILL NO. 80-8 (AS AMENDED)Introduced by Council President John W. Hardwicke at the
request of the County ExecutiveLegislative Day No. 80-4 Date February 19, 1980

AN ACT to authorize and empower Harford County, Maryland, to issue, sell and deliver, from time to time, its limited obligations in an aggregate principal amount not to exceed \$4,000,000 pursuant to the provisions of either Section 266A through 266-I, inclusive, of Article 41 of the Annotated Code of Maryland (1978 Replacement Volume and 1979 Cumulative Supplement) or, subject to the approval of the Maryland Industrial Development Financing Authority, Sections 266J through 266CC, inclusive, of Article 41 of the Annotated Code of Maryland (1978 Replacement Volume and 1979 Cumulative Supplement) in order to loan the proceeds of the sale of such obligations to Hazleton Laboratories Corporation, a Washington corporation, for the sole and exclusive purpose of lending the proceeds of such borrowing to such corporation in order to finance the acquisition by such corporation of an "industrial building" and "industrial project" in Harford County, Maryland; to authorize the issuance of notes in anticipation of the issuance of such obligations pursuant to the provisions of Section 12 of Article 31 of the Annotated Code of Maryland (1976 Replacement Volume and 1979 Cumulative Supplement); to

By the Council, February 19, 1980

Introduced, read first time, ordered posted and public hearing scheduled

on: March 18, 1980at: 7:00 P.M.By Order: Angela Markowski, Secretary

PUBLIC HEARING

Having been posted and notice of time and place of hearing and title of Bill having been published according to the Charter, a public hearing was held on March 18, 1980 and concluded on March 18, 1980

Angela Markowski, Secretary

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW. [Brackets] indicate matter deleted from existing law. Underlining indicates language added to Bill by amendment. Language lined through indicates matter stricken out of Bill by amendment.